step inside.

2000 ANNUAL REPORT

GLENDALE INTERNATIONAL CORP.

GLENDALE
International Corp.

Enter a new era.

Consider the road travelled.

Navigate the future.

ABOUT GLENDALE

Founded in 1971, Glendale International Corp. is focused on two core operations that primarily serve the leisure, aerospace and industrial markets: recreational vehicles and electronics. The Corporation's principal business is the manufacture and sale of high-quality recreational vehicles (RVs) for Canadian and U.S. customers. Glendale's 40% share of the built-in-Canada RV market positions the Corporation as the largest RV producer in the country. Its RV operations – located in Strathroy, Ontario and Red Deer, Alberta – design and manufacture a broad range of RV products under the Glendale and Travelaire brand names. These include travel trailers, motor homes, fifth wheels and park models.

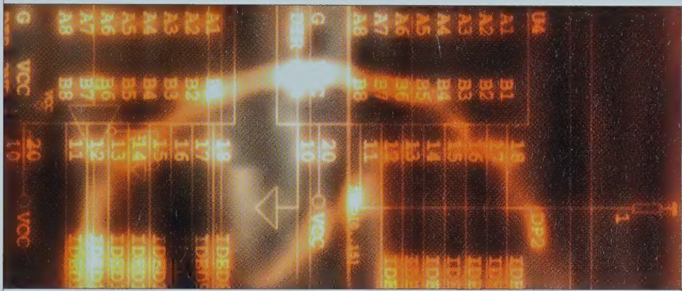
The Corporation also participates in the global electronics industry through several key businesses: Graphico Edgelit, which designs and manufactures illuminated cockpit instrumentation panels and beveled keyboards for more than 70% of the Canadian market; Graphico Precision, which produces complex printed circuit boards for some of North America's largest aerospace and electronics companies; and Fernau Avionics, a major worldwide supplier of ground-based navigational systems used in air traffic control. Glendale also owns Quality Plastics, a specialty molding and extrusion business that serves the automotive, industrial and electronics industries. In early 2001, the Corporation purchased the assets of Quantaflex Canada Inc., a manufacturer of sophisticated electro-luminescent lamps.

The Corporation is headquartered in Oakville, Ontario, employs 850 people, and brings its products to market through an in-house sales force, independent dealers and a worldwide network of agents and distributors.

FINANCIAL HIGHLIGHTS

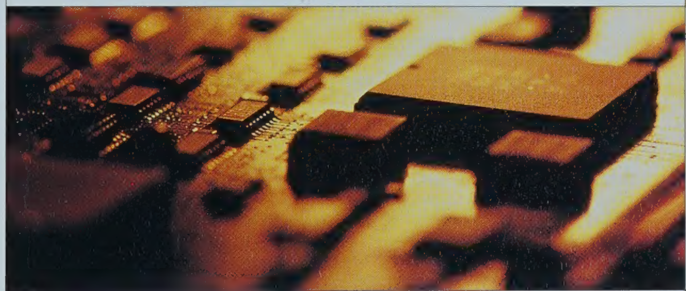
Year Ended November 30 (in thousands of dollars except per share amounts)		2000		1999
Sales	$	144,595	$	157,193
(Loss) Earnings from Continuing Operations	$	(5,842)	$	5,169
(Loss) Earnings per share from Continuing Operations	$	(0.48)	$	0.42
Net Earnings from Discontinued Operations	$	1,000	$	27,862
Net (Loss) Earnings	$	(4,842)	$	33,031
(Loss) Earnings Per Share	$	(0.39)	$	2.69

GLENDALE 2000 HIGHLIGHTS



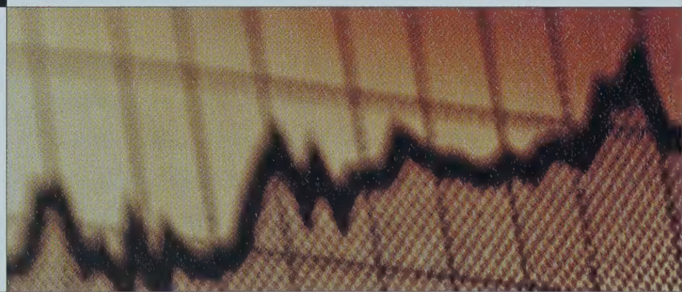
Negotiations to purchase the assets of Quantaflex Canada Inc. begin, with a successful deal signed as 2001 gets underway. With a multitude of existing product applications and many new ones identified, the business is expected to yield profits in its first year.

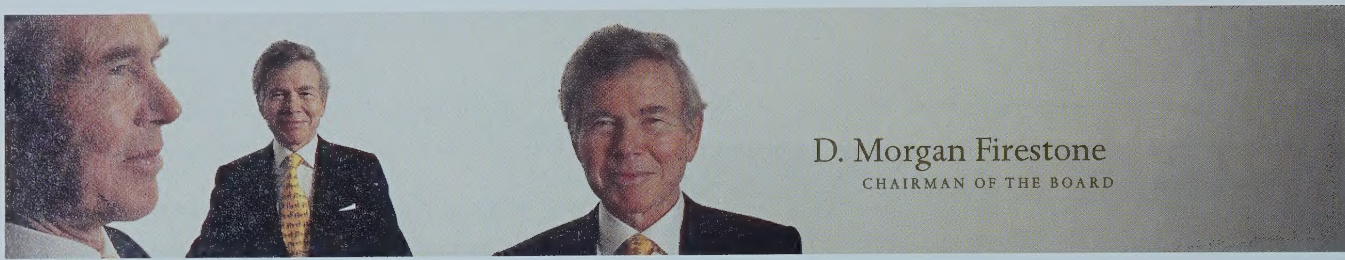
Glendale introduces Titanium – a luxurious, light new fifth wheel product featuring a revolutionary front cap design. Early response is outstanding, fueling 10 new dealer agreements and paving the road for flagship product status.



Graphico Precision is returned to continuing operations, the result of capital improvements in the production facility and renewed market demand, which fuel a 69% increase in sales and a $2 million profit turnaround.

Graphico Edgelit continues its strong track-record for growth, reporting a 36% increase in sales and a 15% increase in profits. An expanded product line, increased marketing efforts and a buoyant market are the catalysts.





CHAIRMAN'S REPORT

Year 2000 was one of mixed results: we marked many successes throughout the year, but reported disappointing results overall. On the positive side, we recorded significant growth in the majority of our businesses, introduced an outstanding RV product, guided the turnaround of Precision, and took the first steps towards establishing a new technology operation.

Despite these achievements, total revenues decreased to $144,595, 000 compared with $157,193,000 the previous year. This is attributed to lower than targeted sales at our Glendale Recreational Vehicle (RV) operation and Fernau Avionics. In addition, we reported a loss from continuing operations, the result of a write-down of goodwill from the acquisition of Fernau. While we're disappointed with these results, we have identified the factors responsible, and have taken decisive action to resume our track record of growth.

RV Business Overview

Glendale's RV Division reported mixed results in 2000, with the economy playing a key catalyst role. Overall, RV sales were down 15%. While this decline appears dramatic, it's important to note that the past three years were record ones for RV sales.

Sales of Glendale RV products manufactured in Strathroy, Ontario, decreased 25% – the result of a softening economy and soaring fuel prices. It was a very different picture at our Travelaire facility in Red Deer, Alberta, where sales increased 8%. Contributing factors included Alberta's thriving economy, and our Travelaire brand, which is less susceptible to decreases in discretionary spending. In addition, the 1999 expansion of the Red Deer facility allowed us to increase production and improve efficiencies.

Titanium Success Story

The most exciting news from Glendale RV this year was the introduction of Titanium. This revolutionary fifth wheel – released late in the year – has already garnered extremely positive reviews and resulted in new dealer relationships. Titanium's early results are indicative of the performance we expect from this product in 2001.

Looking to 2001, we expect a similar landscape as 2000: higher fuel prices and a soft economy will continue to challenge the industry. We'll counter these challenges with new product developments and process efficiencies. Longer term, the future of the RV business looks bright: demographics are strongly in our favour, and are supported by industry programs promoting the RV lifestyle.

Electronics Business Overview

The decision to write-down $6,224,000 of goodwill related to Fernau had a major impact on the Corporation's overall financial performance. In addition, Fernau's sales decreased 18%. Despite these results, we continue to support Fernau, a global leader in ground-based air navigational systems. Backed by a change in management, a renewed focus on product development, cost efficiencies and market expansion, plus the ability to benefit from non-taxable earnings, we fully expect to improve Fernau's performance in 2001.

Glendale's other electronics-related businesses performed extremely well in 2000. Graphico Edgelit – which designs and manufactures illuminated cockpit instrumentation panels and beveled keyboards – maintained its excellent growth pattern. In 2000, sales grew 36%, while profits grew 15%.

Graphico Precision – which produces complex printed circuit boards for some of North America's largest aerospace and electronics companies – was returned to continuing operations from discontinued status in 1999. Precision reported a 69% increase in sales, resulting in a turnaround in operating profits of more than $2 million. An excellent management team and improved operating efficiencies were important contributors.

There are several reasons for returning Precision to continuing operations: first and foremost, we did not receive an offer for the business that reflected its market value and would reward shareholders accordingly. The identification of a new business opportunity to increase its value was also an important factor. In addition, Precision's market is tied closely to Edgelit's: every Edgelit panel contains a Precision circuit board. Thus, as Edgelit grows, Precision grows in lock step.

Finally, Quality Plastics continued its excellent performance, reporting an 18% increase in sales and a 60% increase in operating profit.

Enter a New Era

As 2001 opened, Glendale took the first steps toward further developing our electronics and technology businesses, with the purchase of the assets of Quantaflex Canada Inc. – a manufacturer of ultra-thin, ultra-flexible electro-luminescent lamps. This cutting-edge technology is more efficient and provides more consistent illumination than other sources.

We have now integrated Quantaflex, Precision and Edgelit into Firan Technology Group Inc., a wholly owned subsidiary of Glendale International Corp. This operation will yield excellent cross-pollination of markets and products: we are already utilizing Quantaflex lamps in our Edgelit panels, and have identified many more lucrative markets and applications for 2001 release.

Another important activity this year is the implementation of Glendale's succession plan. On April 2, 2001, I was succeeded as President and Chief Executive Officer (retaining my role as Chairman of the Board) by Mr. Ed Hanna, past President and Chief Executive Officer of Glendale's former subsidiary, Denro, Inc. – a leader in air traffic management. I am extremely pleased with this announcement: Mr. Hanna brings with him a wealth of strategic leadership skills, and critical expertise in the aviation and electronics businesses.

In closing, I extend my thanks to Glendale's board members, employees, shareholders and customers for their continued confidence and support, and look forward to a successful road ahead.

D. Morgan Firestone

D. Morgan Firestone, Chairman of the Board

RECREATIONAL VEHICLES REVIEW

Our Recreational Vehicles Division continues to perform well, and marked a number of significant achievements in 2000. Highlights include the extremely successful release of Titanium, strong sales results from our Travelaire operation, and new innovations in product development, from which we expect to see healthy returns in the coming year.

Like the Corporation as a whole, the RV Division reported mixed financial results, with overall sales decreasing 15% compared with 1999. The years 1997 through 1999 were a time of unprecedented RV sales growth for the Corporation and industry, which helps put this year's decrease into perspective. Compared with these record years, our operating profit margin this year declined slightly to 7.4% from 10% the previous year.

At Glendale RV, located in Strathroy, Ontario, sales were down 25%. This decrease reflects the effects of higher fuel costs, higher dealer inventories and a softening economy. Fuel prices had a particular impact on our large fifth wheel business – the focus of our Strathroy plant – because these units require larger tow vehicles with larger engines. In addition, this market has been affected by a large influx of U.S. competitors.

We're responding to these issues by focusing our product development on design components that yield lighter products. Composite materials and the extensive use of lamination are the foundation of these new innovations, many of which were introduced in 2000, with resulting sales growth forecasted for our 2002 models, which will be introduced in mid-2001.

The release of Titanium, a new, lighter weight, luxury fifth wheel product, was certainly a highlight of the year, and another indication of Glendale's design leadership. Titanium responds to the market demand for lighter fifth wheel products, featuring an aerodynamic fuel-economizing front cap design that extends over the top of the tow vehicle. Titanium also provides the towing and road-handling benefits of a much shorter RV without sacrificing comfort or living space. Released at the RV Industry's Wholesale Trade Show in November, Titanium

Go out or eat in? How about both.

has already won rave reviews, and has been instrumental in signing 10 new dealers, to-date. We expect this product line to have a very positive impact on our 2001 sales.

Travelaire reported healthy growth with an 8% increase in sales over last year. Based in Red Deer, Alberta, Travelaire benefited from the province's buoyant economy. In addition, Travelaire's multi-phase expansion and reconfiguration in 1999 enabled us to build more popular slide-out models and to improve manufacturing processes through vertical integration. By manufacturing more components in-house, we also decreased manufacturing costs, which contributed to an operating profit increase of 6% over the previous year.

A particular strength of Travelaire is developing unique products for niche markets. In 2000, these products included two specialty units for the petrochemical industry. This year, we plan to introduce new truck campers to meet demand in Western Canada, and expand production of the Roughneck line to fulfill demand for this popular product. Our ability to provide these specialty products is integral to our success in the U.S. market.

Looking to the future, Travelaire's expansion leaves us well positioned to meet additional market demand with increased production capabilities topping 20%. We'll also focus a great deal of energy this year on developing strong dealer ties: we've enjoyed such relationships in Canada, and have expanded our U.S. sales force to build this into a core capability south of the border. The introduction of Titanium and its associated marketing program – Lightweight but Luxurious – will support our dealer penetration across the continent in 2001.

Demographics bode well for the RV industry. With more and more baby boomers entering the market, we expect Glendale's RV business to flourish well into the future.

Slow down and go further.

ELECTRONICS BUSINESS REVIEW

Glendale's electronics businesses posted positive results in 2000, with the exception of Fernau Avionics. An overview follows.

Edgelit

Edgelit, which provides illuminated cockpit instrumentation panels and keyboards, continues its healthy growth rate. This year, sales increased 36% to $6,862,000, and operating profits increased 15% to $1,014,000. Contributing factors include a broadened product line, further expansion of the manufacturing facility and an increased emphasis on marketing.

Edgelit also benefits from demand fueled by the aircraft manufacturing industry, as large customers such as Bombardier are commissioned to replace regional airplanes with new jets. This demand is expected to continue for at least several more years.

During the year, Edgelit diversified its product offering, adding a linear LED dimmer switch to complement the keyboard and panel products. Supplying services to manufacturers of simulators, medical equipment, maintenance and integrated equipment, complements our core business and broadens our global client base. Edgelit also enjoys cross-selling opportunities with Precision, resulting in an expanded customer base and deeper market penetration.

Precision

In 2000, the Board of Directors returned Precision to continuing operations from discontinued status. Guided by a new management team and leveraging capital improvements in plant production, Precision achieved a remarkable turnaround, reporting a 69% increase in sales over the previous year. Operating profit grew to $451,000 compared with a loss of $1,563,000 in 1999. These results, coupled with a firming market and the lack of a purchase offer that reflected Precision's value, drove this decision.

Precision's ability to respond to the demands of military and aerospace customers – companies like CAE Systems and Rockwell – with superior designs and services positions

We saw the light. Then we built it.

us well. In 2000, exports represented 80% of sales, a figure that will continue to grow as Precision focuses on further penetration of global military and commercial markets.

Fernau Avionics

Fernau is a leading supplier of ground-based air navigation systems, with more than 40% of the world market in its field. However, 2000 was a disappointing year for the business. Sales declined 18% to $15,110,000 compared with $18,483,000 the previous year, and Fernau posted an operating loss of $4,027,000, including interest, compared with profits of $310,000 in 1999. The write-down of $6,224,000 of goodwill had a major impact on results.

During the year, we implemented cost reduction programs, initiated aggressive sales efforts and made a change in management – measures which stabilized results late in the year, and are expected to improve results in 2001. In addition, we'll explore opportunities for further market penetration and new product development in the coming year.

Quality Plastics

Quality Plastics had another excellent year. A custom injection molder and extruder that specializes in niche markets, Quality Plastics reported sales of $3,608,000, compared with $3,069,000 in 1999, and operating profits were up 60% over the previous year.

Future Vision

In early 2001, Glendale acquired the assets of Quantaflex Canada Inc., a manufacturer of innovative electro-luminescent lamps – technology that integrates ideally with our existing electronics businesses, while opening up new opportunities. We then launched Firan Technology Group Inc., a wholly owned subsidiary of the Corporation. Bringing together the complementary strengths, product lines and markets of Edgelit, Precision and Quantaflex holds tremendous promise for our electronics businesses.

Subsequent to this, an R&D group was formed to focus on product development opportunities, including: electronics drivers to support Quantaflex signage; robotic applications for Edgelit and Precision; and proprietary initiatives to support Precision's focus on leading-edge deposition of metals.

The launch of Firan Technology Group, coupled with the forecasted improvement of Fernau Avionics, positions the Corporation to renew its track-record of growth in 2001.

Looking out to the great, bright beyond.

Auditors' Report
To the Shareholders of Glendale International Corp.

We have audited the consolidated balance sheets of Glendale International Corp. as at November 30, 2000 and 1999 and the consolidated statements of operations, deficit and cash flows for the years then ended. These consolidated financial statements are the responsibility of the Corporation's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits.

We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the Corporation as at November 30, 2000 and 1999 and the results of its operations and its cash flows for the years then ended in accordance with Canadian generally accepted accounting principles.

Deloitte & Touche LLP
Chartered Accountants
Toronto, Ontario
January 26, 2001

Management's Report

The accompanying financial statements have been prepared by management in accordance with Canadian generally accepted accounting principles.

Management is responsible for the integrity and objectivity of the financial statements. Estimates are necessary in the preparation of these statements and, based on careful judgements, have been properly reflected in the financial statements. The Corporation's accounting procedures and related systems of internal control are designed to provide reasonable assurance that its assets are safeguarded and its financial records are reliable. The financial information throughout the text of this Annual Report is consistent with the information presented in the financial statements.

The Board of Directors has appointed an Audit Committee consisting of two outside directors. The Committee meets periodically to discuss internal controls over the financial reporting process, auditing matters and financial reporting issues. The Committee reviews the Corporation's annual consolidated financial statements and recommends their approval to the Board of Directors.

These financial statements have been audited by Deloitte & Touche LLP, the external auditors, on behalf of the shareholders. Deloitte & Touche LLP has full and free access to the Audit Committee.

D. Morgan Firestone
Chairman

Murray L. Hannan
Vice President, Chief Financial Officer and Secretary

CONSOLIDATED BALANCE SHEETS

November 30, 2000 and 1999 (in thousands of dollars)	2000	1999
CURRENT ASSETS		
Cash and cash equivalents	$ 6,039	$ 21,908
Accounts receivable	21,053	24,608
Income taxes recoverable	1,815	644
Inventories (Note 5)	17,381	15,984
Deposits and prepaid expenses	747	613
Due from shareholders	682	718
Future income taxes (Note 11)	573	800
	48,290	65,275
Property, Plant and Equipment (Note 6)	16,811	15,011
Goodwill (Note 3)	–	5,523
	$ 65,101	$ 85,809
CURRENT LIABILITIES		
Bank indebtedness (Note 7)	$ 18,164	$ 15,896
Accounts payable and accrued liabilities	19,214	33,161
Income taxes payable	–	790
Dividends payable	–	1,533
Current portion of long-term debt (Note 8)	1,000	1,000
Current portion of capital leases (Note 9)	247	553
	38,625	52,933
Long-Term Debt (Note 8)	4,350	4,350
Capital Leases (Note 9)	121	375
Future Income Taxes (Note 11)	3,583	3,635
Non-Controlling Interest	–	(281)
	46,679	61,012
SHAREHOLDERS' EQUITY		
Share capital (Note 10)	21,489	21,489
Cumulative translation adjustment	146	146
(Deficit) Retained Earnings	(3,213)	3,162
	18,422	24,797
	$ 65,101	$ 85,809

Approved by the Board

D. Morgan Firestone
Director

Edward A. Bayer
Director

CONSOLIDATED STATEMENTS OF OPERATIONS

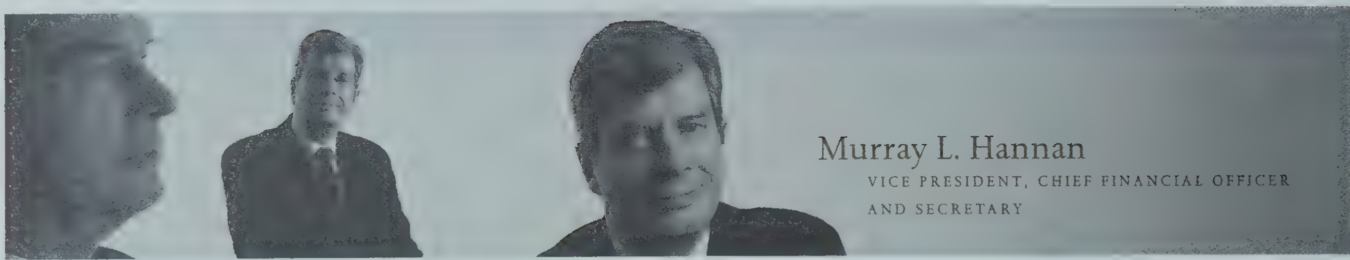
Years Ended November 30, 2000 and 1999 (in thousands of dollars except per share amounts)	2000	1999
Sales	$ 144,595	$ 157,193
Costs and Expenses		
Manufacturing, selling and administration	139,408	145,135
Depreciation and amortization	2,893	2,545
Research and development	522	620
	142,823	148,300
Operating Earnings	1,772	8,893
Other Income (expenses)		
Interest income	948	1,318
Interest - long-term debt	(419)	(553)
- short-term debt	(1,299)	(1,308)
Write-down of goodwill (Note 3)	(6,224)	–
	(6,994)	(543)
(Loss) Earnings Before Income Taxes, Non-Controlling Interest and Discontinued Operations	(5,222)	8,350
Provision for Income Taxes (Note 11)	620	3,150
(Loss) Earnings Before Non-Controlling Interest and Discontinued Operations	(5,842)	5,200
Non-Controlling Interest	–	31
Net (Loss) Earnings from Continuing Operations	(5,842)	5,169
Net Earnings from Discontinued Operations (Note 4)	1,000	27,862
Net (Loss) Earnings	$ (4,842)	$ 33,031
Basic (Loss) Earnings per Share from Continuing Operations	$ (0.48)	$ 0.42
Basic and Fully Diluted (Loss) Earnings per Share	$ (0.39)	$ 2.69

CONSOLIDATED STATEMENTS OF DEFICIT

Years Ended November 30, 2000 and 1999 (in thousands of dollars)	2000	1999
Retained Earnings, Beginning of Year	$ 3,162	$ 2,332
Net (Loss) Earnings	(4,842)	33,031
	(1,680)	35,363
Dividends	(1,533)	(32,201)
(Deficit) Retained Earnings, End of Year	$ (3,213)	$ 3,162

CONSOLIDATED STATEMENTS OF CASH FLOWS

Years Ended November 30, 2000 and 1999 (in thousands of dollars)	2000	1999
Continuing Operating Activities		
Net (loss) earnings from continuing operations	$ (5,842)	$ 5,169
Items not affecting cash		
Depreciation and amortization	2,893	2,545
Gain on sale of property, plant and equipment	(23)	(134)
Future income taxes	175	50
Unrealized foreign exchange adjustments	–	(1,146)
Write-down of goodwill (Note 3)	6,224	–
Non-controlling interest	–	31
Changes in non-cash operating items of continuing operations (Note 15)	(12,576)	(11,493)
	(9,149)	(4,978)
Investing Activities of Continuing Operations (Note 16)	(5,398)	(2,851)
Financing Activities of Continuing Operations		
Repayment of long-term debt	(1,000)	(11,000)
Proceeds from long-term debt	1,000	–
Proceeds from operating loans	2,268	453
Repayment of capital leases	(560)	(498)
Dividends paid	(3,066)	(30,668)
Issuance of shares	–	754
Due from shareholders	36	105
	(1,322)	(40,854)
Net Cash Flow From Continuing Operations	(15,869)	(48,683)
Net Cash Flow From Discontinued Operations	–	70,591
Net Cash Flow	(15,869)	21,908
Net Cash and Cash Equivalents, Beginning of Year	21,908	–
Net Cash and Cash Equivalents, End of Year	$ 6,039	$ 21,908
Supplemental disclosures of cash flows:		
Payments for interest	$ 1,100	$ 1,224
Payments for income taxes	$ 3,602	$ 3,518



Murray L. Hannan
VICE PRESIDENT, CHIEF FINANCIAL OFFICER AND SECRETARY

MANAGEMENT'S DISCUSSION AND ANALYSIS

Consolidated Financial Statements

The sale of Denro, Inc. was finalized on February 26, 1999 subject to the purchaser's (Litton Systems Inc.) claim for post-closing adjustments. The Corporation negotiated with the purchaser to resolve some US$16 million in disputed items, and, as provided for in the agreement, the unresolved items were referred to an arbitrator for resolution. The arbitrator's report was issued on September 28, 2000 and all disputed items were settled. The accrued amounts recorded in the accounts in 1999 were adequate to settle all price disputes and any related costs.

On October 31, 2000 the Corporation was advised of a new claim from the purchaser in the amount of US$20 million for damages arising out of the sale. Having already received and considered evidence from the previous claim, which the Corporation believes is a very large part of the new claim, management is confident that there is no reasonable basis for the new claim. However, if this claim by the purchaser is successful, a reduction in the gain recorded on the sale would result.

At November 30, 1999 the Corporation had designated Graphico Precision as a discontinued operation. However, during the fiscal year 2000, offers received to purchase the business did not reflect its improved potential. In addition, the Corporation had identified a new business opportunity that could enhance its value. Thus, in the third quarter, the Board of Directors determined that Graphico Precision should be retained and the current and prior years figures were restated.

At November 30, 2000 the Corporation determined that the unamortized balance of goodwill from the acquisition of Fernau Avionics had suffered a permanent decline due to operating losses. Consequently, a write-down of goodwill in the amount of $6,224,000 was recorded.

On both January 20 and July 17, 2000 the Corporation paid a common share dividend of $.125 per share.

Results of Operations – 2000 compared to 1999

Sales of the Corporation declined by 8% to $144,595,000 in 2000 from $157,193,000 in 1999. Recreational Vehicles (RV) Division sales declined to $103,274,000 in 2000 from $121,275,000 in 1999, and operating income, including interest, decreased to $7,638,000 from $12,185,000. This decline reflected the industry experience, which was affected by a slowing economy and rising fuel costs. Glendale RV introduced new product designs to the market in late 2000: assuming steady sales of these designs, management expects 2001 sales to be in line with 2000.

Electronics Group sales were up 15% to $41,321,000 in 2000 from $35,918,000 in 1999. The growth was due to a 69% increase at Graphico Precision and continued growth of Graphico Edgelit, where sales rose 36%. These gains were offset somewhat by a poor year at Fernau Avionics where sales declined 18%, and an operating loss of $4.0 million, including interest, was incurred. Fernau's results caused the total Electronics Group operating loss, including interest, to increase from $276,000 in 1999 to $2,031,000 in 2000. Looking to 2001, Graphico Precision and Graphico Edgelit are

expected to continue to grow, the result of new products, greater plant efficiencies and expanded markets. The losses at Fernau have been reduced, however, the strong measures taken by Canadian management in the fourth quarter have not yet resulted in a complete turnaround. The Corporation expects Fernau to improve its operating results in 2001.

Subsequent to year end, the Corporation formed a new, wholly owned subsidiary, Firan Technology Group Inc. and sold the assets of Graphico Precision and Graphico Edgelit to the subsidiary. At this time, Firan Technology Group Inc. purchased the business of Quantaflex Canada Inc., a manufacturer of electro-luminescent lamps.

Manufacturing, selling and administration as a percentage of sales increased to 96.4% in 2000 from 92.3% in 1999. The increase was due entirely to lower sales in the RV Division and losses at Fernau. Interest costs decreased to $1,718,000 in 2000 from $1,861,000 in 1999 due to lower term bank loans and slightly lower interest rates on working capital loans.

The Corporation earned $948,000 in interest income in 2000 compared to $1,318,000 in 1999, a result of fewer funds being invested in short-term liquid money market instruments.

Research and development reflects the work performed at Fernau on development and new products. Expenditures as a percentage of sales are the same in the years 2000 and 1999.

Changes in Cash Resources – 2000 compared to 1999

The Corporation recorded significant changes in this area in 2000. A loss from continuing operations was $5,842,000 in 2000 compared to net earnings of $5,169,000 the previous year. The entire loss can be attributed to the goodwill write-off of $6,224,000, a non cash item. After cash expenditures and fees to settle the Litton price dispute, payment of dividends, taxes and capital expenditures, the Corporation's net cash position of $6,012,000 at the end of 1999 changed to a net debt position of $12,125,000 at the end of 2000.

Depreciation increased to $2,893,000 in 2000 compared to $2,545,000 in 1999. This represents a full year's depreciation of the Travelaire plant expansion and normal equipment purchases in the Electronics Group.

Investing activities were $5,398,000 in 2000 compared to $2,851,000 in 1999. Contributing factors were: an increase in capital expenditures and $970,000 to purchase the remaining 10% interest in Fernau. Capital expenditures increased to $4,501,000 in 2000 from $2,881,000 in 1999, the result of a building expansion at Travelaire and the purchase of an additional building to accommodate Firan Technology Group Inc. in Scarborough.

Capital Resources – 2000 compared to 1999

Current assets decreased in 2000 to $48,290,000 from $65,275,000 in 1999, due almost entirely to the decrease in cash and cash equivalents to $6,039,000 from $21,908,000. Accounts receivables decreased $3,555,000 due to lower sales activity in the RV Division and at Fernau Avionics. Inventories were higher by approximately $1,400,000 due to a build up in support of higher sales activities in the fourth quarter at the Canadian Electronics Group.

Current liabilities decreased to $38,625,000 in 2000 from $52,933,000 in 1999. This was due to a decrease in accounts payable as a result of lower activity in the RV Division and at Fernau Avionics. Also contributing was the reduction in accruals and settlement of the disputes and related costs pertaining to the sale of Denro.

At year end, the Corporation had approximately $6,000,000 in cash and cash equivalents, in addition to a $20,000,000 line of credit with a major Canadian bank, of which just over $18,000,000 had been utilized at that time. With this liquidity position the Corporation believes it has adequate financing for its future activities.

Glendale International Corp.'s Markets and Factors Affecting Future Results

The RV business is very competitive. Glendale International Corp. is the major supplier to the Canadian market and a small regional supplier to the U.S. market. A few, much larger companies dominate the U.S. market. The value of the Canadian dollar compared to the U.S. dollar has allowed Glendale to be more competitive in the U.S. market. Sales are also affected by the economic cycle, interest rates, consumer sentiment and oil prices. Demographics favour the RV business in the coming years.

Graphico Edgelit's market depends largely on the growth in aircraft and helicopter manufacturing, as well as the level of spending on retrofitting and upgrading existing aircraft. The segment of the aerospace industry in which Edgelit participates has been growing, but remains quite competitive. Edgelit is principally a prime contractor in the commercial aircraft market.

Graphico Precision's market depends largely on military spending and supplying high technology printed circuit boards to commercial customers. The military industry has seen decreased government spending and consolidations during recent years. However, decreased government spending has increased the market for retrofit products and there is a lucrative niche for companies willing to incur the capital expenditures necessary to procure leading technology equipment and keep pace with military and ISO standards. Graphico Precision is a sub-contractor in the military market.

Fernau Avionics is a major supplier of ground-based air navigational aids. This is a mature market and, although it is expected to prevail for some years, Fernau is involved in engineering and development projects for satellite navigation and secondary radar equipment: products that in time could replace ground-based technology. Shared funding and revenue generated from these projects allow Fernau to reduce its reliance on its own capital resources.

A portion of Fernau's revenues are derived from large government and commercial contracts for new airports or upgrading systems at existing installations. These are often long-term fixed price contracts with multiple deliveries. The revenue and profitability recorded against the contracts is based on a percentage of completion and milestones reached. These amounts are often determined based on costs to complete the remaining work. Estimates are regularly updated and revised if necessary. Profit reviews are conducted at regular intervals during each project to monitor cost performance, and losses are provided for as known.

General Risks and Uncertainties Foreign Exchange

The Corporation assumes foreign exchange risk in two areas. About 18% of sales originating in Canada are in U.S. dollars, and certain raw material components required for the Canadian manufacturing operations are purchased in U.S. dollars, resulting in a net expenditure in U.S. dollars. Periodically, foreign exchange contracts are purchased to minimize the risk. The Corporation does not engage in a speculative hedging program. The operations of Fernau in the United Kingdom are carried out in Sterling GBP and currency fluctuations impact operating results.

Interest Rates

The Corporation has an interest rate risk in that most of its debt is on a floating rate basis, therefore fluctuations in prime lending rates impact operating results. The Corporation does not have any interest rate hedging programs.

This Annual Report contains certain forward-looking statements and information based on the beliefs of the Corporation's management as well as assumptions made by, and information currently available to, the Corporation's management. Such statements reflect the current views of the Corporation with respect to future events and are subject to certain risks, uncertainties, and assumptions. Actual results, events and performance may differ materially. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

November 30, 2000 and 1999

1. Significant Accounting Policies

The consolidated financial statements have been prepared in accordance with Canadian generally accepted accounting principles which include the following significant accounting policies:

BASIS OF CONSOLIDATION AND STATEMENT PRESENTATION

The consolidated financial statements include the accounts of the Corporation and its subsidiaries. All significant inter-company accounts and transactions have been eliminated.

USE OF SIGNIFICANT ACCOUNTING ESTIMATES

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

CASH AND CASH EQUIVALENTS

Cash equivalents comprise only highly liquid investments with original maturities of less than ninety days. Cash equivalents are carried at cost which approximates market value.

INVENTORIES

Finished goods and work-in-process inventories are valued at the lower of cost and net realizable value. Raw materials are valued at the lower of cost and replacement cost. Cost is determined substantially on the first-in, first-out basis.

PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment are recorded at cost, net of any government grants received and investment tax credits earned. Depreciation is computed using the straight-line method over the expected useful lives of the respective assets at the following annual rates:

Buildings	-	3% - 7%
Machinery and equipment	-	10% - 33%

LEASES

Assets leased on terms that transfer substantially all of the benefits and risks of ownership to the Corporation are accounted for as capital leases, as though the asset had been purchased and a liability incurred. The capitalized value is depreciated on a straight-line basis over its expected useful life. Obligations under capital leases are reduced by rental payments net of imputed interest. The imputed interest is charged against income. All other leases are accounted for as operating leases with rental payments being expensed as incurred.

EARNINGS PER COMMON SHARE

The basic earnings per share calculation is based on the weighted average number of common shares outstanding during the year. The fully diluted earnings per share calculation assumes that stock options outstanding during the year were converted to common shares at the beginning of that year.

INCOME TAXES

The Corporation accounts for income taxes in accordance with the liability method. The determination of future tax assets and liabilities is based on the differences between financial statement and income tax bases of assets and liabilities, using enacted tax rates in effect for the period in which the differences are expected to reverse. Future tax assets are recorded to recognize tax benefits only to the extent that, based on available evidence, it is more likely than not that they will be realized.

GOODWILL

The excess of the cost over the net assets of businesses acquired is being amortized over a period not exceeding 40 years. Management assesses the carrying value of goodwill on a periodic basis for possible impairment. As a result of these assessments, a write-down of the carrying value of goodwill was recorded at November 30, 2000 (see Note 3).

REVENUE RECOGNITION

Revenue from the sale of manufactured products is recognized when the product is shipped to the customer.

Revenue and income on long-term contracts is recognized on a percentage of completion basis. Losses are fully provided for when identified. Progress billings as provided in the contracts are applied against accumulated contract costs included in inventory on the balance sheet.

TRANSLATION OF FOREIGN CURRENCIES

For the periods up to November 30, 1999 the Corporation treated its subsidiary in the United Kingdom, Fernau Holdings Ltd. (Fernau), as a self-sustaining operation. Assets and liabilities were translated into Canadian dollars at the exchange rate in effect at the balance sheet date, revenues and expenses were translated at the average rate for the year. Cumulative gains and losses resulting from the translation of the assets and liabilities were recorded as a separate component of shareholders' equity.

During the fiscal year ended November 30, 2000, due to a significant increase in financial and managerial support from the Corporation, Fernau was reclassified as an integrated subsidiary. Consequently, due to this change in circumstances, it became more appropriate to use the temporal method for foreign exchange translation as at November 30, 2000. Under the temporal method all monetary assets and liabilities are translated at the exchange rate in effect on the balance sheet date, non-monetary assets and liabilities are translated at the historical rate and revenue and expenses are translated at the average exchange rate for the year. Depreciation and amortization charges are translated at the same historical exchange rate as the related asset. Exchange gains or losses are recorded in net income for the period, except for those arising on long-term monetary assets and liabilities which are deferred and amortized over the term of the related item. The balance of the cumulative translation adjustments from the translation of prior periods will remain as a portion of shareholders' equity.

RESEARCH AND DEVELOPMENT

Research costs are charged to income as incurred. Development costs are charged against income in the year of expenditure unless the costs meet the criteria under generally accepted accounting principles for deferral. The Corporation has not deferred any development costs to date.

2. Acquisitions

In April 2000, the Corporation acquired the remaining 10% interest in Fernau for cash. The transaction was recorded using the purchase method of accounting.

The original purchase agreement for Fernau provided for additional earn-out payments to be made based on the audited net income of Fernau for the years 1994 to 1997. The final payment was paid out in the fiscal year ended November 30, 2000.

3. Write-Down of Fernau Goodwill

On November 30, 2000, the Corporation determined that the unamortized balance of goodwill from the acquisition of Fernau had suffered a permanent decline due to operating losses. Management based the write-down on non-discounted future cash flows.

4. Discontinued Operations

GRAPHICO PRECISION ("GRAPHICO")

In the fiscal year ended November 30, 1999, the Corporation had adopted a plan to exit the printed circuit board business. Consequently, the results of discontinued operations included a loss on operations of $1,000,000, net of taxes, for the fiscal year ended 1999 and an estimated loss on disposal of $1,000,000, net of taxes, based on letters of interest from potential purchasers. During the fiscal year ended November 30, 2000, Graphico's operations and future prospects improved significantly as a result of an improvement in the business environment for circuit board manufacturers and the identification of a new business opportunity (Note 19). The offers received did not reflect Graphico's improved prospects and the Board of Directors concluded in the third quarter of 2000 that Graphico would be retained. Consequently, Graphico's 1999 and 2000 results have been reclassified as continuing operations and the estimated loss on sale of the division recorded for the fiscal year ended November 30, 1999 of $1,000,000, net of taxes, has been reversed and classified as discontinued operations for the fiscal year ended November 30, 2000.

DENRO, INC. ("DENRO")

On November 25, 1998, the Corporation entered into an agreement to sell the shares of its subsidiary Denro. Consequently, the results of Denro for 1999 were presented as discontinued operations for the year ended November 30, 1999. The sale was finalized on February 26, 1999. Net proceeds from the sale amounted to approximately $68,800,000, resulting in a gain, net of taxes, of approximately $30,105,000.

On July 30, 1999, the purchaser claimed various adjustments to the purchase price aggregating US$16 million. The Corporation negotiated with the purchaser to resolve the various disputed items. As provided in the agreement, the unresolved disputed items were referred to an arbitrator for resolution. The arbitrator's report was issued on September 28, 2000, the disputed items were finally resolved by the arbitrator and the price adjustments including the disputed items were settled with the purchaser. At February 26, 1999, the Corporation had accrued amounts based on its best estimate of any expected payments due to the purchaser on the conclusion of negotiation or arbitration to resolve purchase price disputes. Such accrued amounts were adequate to settle all price disputes and any related costs.

On October 31, 2000, the purchaser gave notice to the Corporation of a new claim for damages of US$20 million arising from the purchase and in accordance with the terms of the purchase agreement, has referred the matter to arbitration for resolution. The purchaser has initiated no further action since October 31, 2000.

Based on the previous arbitration, and the evaluation of the purchaser's position, management disputes the purchaser's allegation and strongly believes that the Corporation's position will be upheld. However, the eventual outcome and costs of settlement, if any, cannot be determined with any certainty at this time. Any settlement in excess of the remaining accrual would be recorded in the year when the matter is finally resolved (See Note 14).

Results of discontinued operations are as follows:

(in thousands of dollars)	2000	1999
Revenues	$ –	$ 10,678
Denro:		
Loss from operations	–	(1,243)
Gain on sale, net of income taxes	–	30,105
Graphico:		
Recovery (provision for estimated loss), net of income taxes	1,000	(1,000)
Net earnings from discontinued operations	$ 1,000	$ 27,862

5. Inventories

(in thousands of dollars)	2000	1999
Finished goods and work-in-process	$ 8,275	$ 7,521
Raw materials	9,106	8,463
Total	$ 17,381	$ 15,984

6. Property, Plant and Equipment

(in thousands of dollars)	2000	1999
Cost		
Land	$ 3,316	$ 3,172
Buildings	12,708	9,956
Machinery and equipment	21,985	23,622
Equipment under capital leases	151	102
	38,160	36,852
Accumulated depreciation		
Buildings	5,031	4,576
Machinery and equipment	16,270	17,265
Equipment under capital leases	48	–
	21,349	21,841
	$ 16,811	$ 15,011

Depreciation provided in 2000 totalled $2,651 (1999 – $2,341).

7. Bank Indebtedness *(in thousands)*

(a) Bank indebtedness of $10,812 to a Canadian chartered bank bears interest at prime and is secured by a general security agreement, a first fixed and floating charge debenture of $25,000 on all of the Canadian assets of the Corporation and a guarantee by Fernau.

(b) Bank indebtedness of $7,352 (£3,374) to a U.K. bank bears interest at the U.K. base rate plus 1.5% and is secured by substantially all of the assets of Fernau and a $8,147 (£3,650) irrevocable letter of credit from a Canadian chartered bank.

8. Long-Term Debt

Secured by corporate assets as noted:

(in thousands of dollars)	2000	1999
(i) Term bank loan, interest at prime plus $^1/_4$%, repayable at $250 per quarter and secured as described in Note 7(a)	$ 4,550	$ 4,550
(ii) Demand debentures payable to shareholders, interest at 9% per annum with no fixed maturity date, secured by a specific charge on real property (not to be repaid until after November 30, 2005)	800	800
	5,350	5,350
Less amount due within one year	1,000	1,000
	$ 4,350	$ 4,350

Interest on long-term debt for the year ended November 30, 2000 was $419 (1999 – $553).

The annual amounts of principal payments required to meet long-term debt obligations are as follows:

(in thousands of dollars)	
2001	$ 1,000
2002	1,000
2003	1,000
2004	1,000
2005	550
Thereafter	800
	$ 5,350

9. Capital Leases

Payments under capital leases are as follows:

(in thousands of dollars)		
2001	$	252
2002		69
2003		25
2004		34
2005		15
		395
Less: amount representing interest		27
		368
Less: principal obligation due within one year		247
	$	121

Interest expense related to capital leases for the period ended November 30, 2000 was $43 (1999 – $95).

10. Share Capital

(in thousands of dollars)	2000	1999
Authorized		
170,600 preference shares issuable in series, non-voting, non-cumulative, redeemable and retractable at $25 each		
20,000,000 common shares		
Issued		
12,267,017 common shares	$ 21,489	$ 21,489

Pursuant to the 1996 Stock Option Plan, the Board of Directors reserved a maximum of 300,000 shares. The option exercise price was established by the market price at the date of grant. The plan was amended in the current year, increasing the number of shares reserved to 500,000.

Details of outstanding options exercisable at November 30, 2000 are as follows:

	2000		1999	
	Units	Weighted Average Exercise Price	Units	Weighted Average Exercise Price
Outstanding, beginning of year	–	$ –	280,000	$ 2.69
Granted	200,000	3.05	–	
Cancelled	(200,000)	3.05	–	
Exercised	–		(280,000)	2.69
Outstanding, end of year	–	$ –	–	$ –
Options exercisable, end of year	–		–	

11. Income Taxes

The significant components of the future income tax asset and liability are as follows:

(in thousands of dollars)	2000	1999
Future income tax assets		
Reserves	$ 573	$ 584
Other	–	216
	573	800
Future income tax liabilities		
Depreciation and amortization	$ 433	485
Other	3,150	3,150
	3,583	3,635

The provision for income taxes has been calculated as follows:

(in thousands of dollars)	2000	1999
Provision for income taxes (at Canadian statutory rate)	$ (2,330)	$ 3,738
Increase (decrease) in income taxes resulting from:		
Manufacturing and processing profits deduction	(88)	(752)
Effect of foreign tax rate differences	(429)	12
Permanent differences including the amortization and write-down of goodwill	2,343	121
Benefit of tax losses not recognized (utilized)	1,812	(140)
Expenses not previously deducted	(658)	–
Other	(30)	171
Provision for income taxes on continuing operations	$ 620	$ 3,150

12. Segmented Information

The Corporation operates in two industry segments and two geographic locations. Recreational vehicles are manufactured in Canada. The Electronics division includes the Canadian production of electronic components and plastic products and the United Kingdom production of electronic equipment. The Corporate Office provides all financing and reporting services for the Corporation.

(in thousands of dollars)	Operating Segments			
Industry	Recreational Vehicles	Electronics	Corporate Office	Total
2000				
Sales	$ 103,274	$ 41,321	$ –	$ 144,595
Costs and expenses	95,703	42,685	4,435	142,823
Operating income (loss)	7,571	(1,364)	(4,435)	1,772
Net interest expense	67	(667)	(170)	(770)
Write-down of goodwill	–	–	(6,224)	(6,224)
Income taxes	–	–	(620)	(620)
Earnings (loss) from continuing operations	7,638	(2,031)	(11,449)	(5,842)
Net earnings from discontinued operations, net of tax	–	1,000	–	1,000
Net earnings (loss)	7,638	(1,031)	(11,449)	(4,842)
Total and identifiable assets	22,958	28,421	13,722	65,101
Capital expenditures	1,330	2,750	421	4,501
Depreciation and amortization	480	1,997	416	2,893

(in thousands of dollars)	Operating Segments			
Industry	Recreational Vehicles	Electronics	Corporate Office	Total
1999				
Sales	$ 121,275	$ 35,918	$ –	$ 157,193
Costs and expenses	109,580	35,296	3,424	148,300
Operating income (loss)	11,695	622	(3,424)	8,893
Net interest expense	490	(867)	(166)	(543)
Income taxes	–	–	(3,150)	(3,150)
Non-controlling interest	–	(31)	–	(31)
Earnings (loss) from continuing operations	12,185	(276)	(6,740)	5,169
Net earnings from discontinued operations	–	27,862	–	27,862
Net earnings (loss)	12,185	27,586	(6,740)	33,031
Identifiable assets	24,431	19,435	36,420	80,286
Goodwill	–	5,523	–	5,523
Total assets	24,431	24,958	36,420	85,809
Capital expenditures	795	1,953	133	2,881
Depreciation and amortization	351	2,001	193	2,545

Geographic Location *(in thousands of dollars)*	Canada	United Kingdom	Total
2000			
Sales	$ 129,485	$ 15,110	$ 144,595
Operating income (loss)	5,280	(3,508)	1,772
Identifiable assets	53,481	11,620	65,101
1999			
Sales	$ 138,710	$ 18,483	$ 157,193
Operating income	7,896	997	8,893
Identifiable assets	67,637	12,649	80,286

13. Pension Plans

A defined benefit pension plan is maintained for all unionized employees at a division of the Corporation. The most recent actuarial valuation indicates that as of December 31, 1998, the plan had a surplus of $269,000. The market value of the pension fund assets was $2,628,000 (1999 – $2,300,000) as at November 30, 2000.

14. Contingencies

Customary practice for companies in the recreational vehicle industry is to enter into repurchase agreements with financing institutions to provide financing to their independent dealers. Generally, the agreements provide for repurchase of products from the financing institution in the event of dealers' default. Losses under these agreements have been insignificant in past years, and the Corporation's exposure to such losses is limited by the resale value of the products required to be repurchased. The Corporation is also involved in several legal disputes regarding warranty claims and sundry claims. Management expects that losses incurred as a result of the repurchase agreements or warranty and sundry claims, if any, would not be significant, although estimates cannot be made at this time.

In order to sell its ground based air navigation products, as is customary in the industry, the Corporation's wholly owned subsidiary Fernau Avionics frequently provides bonds to various international governments and agencies to ensure contracts are completed. The Corporation has provided a guarantee to the financial institution that issues the bonds. The amount outstanding was approximately $2,000,000 (1999 – $1,400,000) as at November 30, 2000.

Pursuant to the sale of its subsidiary Denro on February 26, 1999, various purchase price disputes arising between the parties were resolved by an arbitrator in his report dated September 28, 2000. On October 31, 2000, the purchaser advised the Corporation of a new claim for damages of US$20 million arising from the purchase, and in accordance with the terms of the purchase agreement, has referred the matter to arbitration.

Management disputes the purchaser's allegations and strongly believes that the Corporation's position will be upheld. However the eventual outcome and costs of settlement, if any, cannot be determined with any certainty at this time. Payments pertaining to a future settlement, if any, in excess of the remaining accrual would be recorded in the year when the matter is finally resolved. (See Note 4).

15. Consolidated Schedule of Changes in Non-Cash Operating Items

(in thousands of dollars)	2000	1999
Accounts receivable	$ 3,555	$ (2,685)
Inventories	(1,397)	(5,079)
Deposits and prepaid expenses	(134)	(56)
Accounts payable and accrued liabilities	(12,639)	(2,949)
Income taxes	(1,961)	(724)
	$ (12,576)	$ (11,493)

16. Consolidated Schedule of Investing Activities

(in thousands of dollars)	2000	1999
Acquisition of shares of subsidiary	$ (970)	$ (193)
Purchase of property, plant, and equipment	(4,501)	(2,881)
Proceeds on sale of property, plant and equipment	73	223
	$ (5,398)	$ (2,851)

17. Financial Instruments

FOREIGN EXCHANGE RISK

Foreign exchange risk is the risk that changes in exchange rates will affect the Corporation's operating results. The Corporation has a foreign exchange risk with respect to expenditures (net) in British pounds and in United States dollars. The Corporation periodically enters into foreign exchange contracts to minimize this risk.

CREDIT RISK

Credit risk arises due to the concentration of accounts receivable in one geographic area or with certain customers. This risk is minimized by the pre-shipment approval of financing in the recreational vehicle business. In the electronics business, most customers are government agencies or large multinational corporations.

INTEREST RATE RISK

Interest rate risk is the risk that movement in interest rates will affect the Corporation's operations. The Corporation is exposed to fluctuations in interest rates since most debt is at floating rates and generally related to the prime rate in the respective country.

FAIR VALUE OF FINANCIAL INSTRUMENTS

Current assets and current liabilities are valued at their carrying amounts on the balance sheet due to their short-term maturity.

The estimated market value of long-term debt approximates the carrying amounts since the interest rates thereon are floating and are tied to prime rates in their respective country.

18. Comparative Figures

Certain of the prior year's balances have been reclassified to conform with the current year's presentation.

19. Subsequent Event

Subsequent to the year end, Firan Technology Group Inc., a wholly owned subsidiary of the Corporation, acquired certain assets of Quantaflex Canada Inc., a company in the electro-luminescent lamp business located in Toronto, Ontario. The purchase agreement stipulates a $100,000 payment on the purchase date and payments of $100,000 during each of the next five years. The estimated purchase price is expected to be allocated as follows:

(in thousands of dollars)		
Purchase price	$	600
Allocated to		
Inventory		66
Property, plant and equipment		17
Intangible assets		517
	$	600

FIVE-YEAR HISTORICAL FINANCIAL SUMMARY

Operating Results *(in thousands of dollars)*	2000	1999*	1998*	1997*	1996
Sales					
Electronics	$ 41,321	$ 35,918	$ 37,074	$ 32,904	$ 86,751
Recreational Vehicles	103,274	121,275	118,067	102,517	90,299
Total Sales	144,595	157,193	155,141	135,421	177,050
Operating Income					
Electronics	(1,364)	622	2,413	(4,825)	3,871
Recreational Vehicles	7,571	11,695	10,770	8,391	7,331
Net Earnings (loss)	(4,842)	33,031	3,773	(6,416)	(3,996)
Financial Condition *(in thousands of dollars)* **& Ratios**					
Working Capital	9,665	12,342	10,037	14,379	27,617
Current Ratio	1.2	1.2	1.1	1.2	1.7
Total Assets	65,101	85,809	109,606	100,895	91,224
Net Fixed Assets	16,811	15,011	14,597	12,973	13,611
Long-term Debt (including Current Portion)	5,350	5,350	16,350	17,350	17,943
Shareholders' Equity	18,422	24,797	24,359	20,557	28,537
Return on Shareholders' Equity	(26.3%)	133.2%	15.5%	(31.2%)	(14.0%)
Per Common Share Data ($)					
Net Earnings (loss)	(0.39)	2.69	0.31	(0.54)	(0.33)
Cash Dividends	0.25	2.50	0.00	0.00	0.02
Book Value	1.50	2.02	2.03	1.71	2.38

*Denro is excluded from Sales and Operating Income in 1999, 1998 and 1997. Working Capital and Current Ratio calculations are affected by the inclusion of discontinued assets and liabilities of Denro

Investor Information

INCORPORATION

Glendale International Corp. was amalgamated under the laws of the Province of Ontario by Articles of Amalgamation dated December 1, 1993.

CAPITAL STOCK

The Corporation is authorized to issue 20,000,000 common shares without par value. At November 30, 2000 there were 12,267,017 shares issued and outstanding.

STOCK EXCHANGE

The common shares of the Corporation are listed on The Toronto Stock Exchange. The stock symbol is GIN.

DIVIDENDS

In 1999, the Corporation reinstituted a policy of paying a cash dividend to common shareholders. Dividends are to be paid at the rate of about 50% of net income. Dividends paid in 2000 were $.025 per common share.

TRADING

The following table sets out the high, low and closing prices, and the volumes of shares traded on The Toronto Stock Exchange for the 12 months ending December 31.

Year	High	Low	Close	Volume
1996	$3.40	$2.20	$2.80	2,283,838
1997	$4.95	$2.85	$3.95	2,017,416
1998	$5.60	$3.00	$5.20	1,678,022
1999	$7.50	$3.00	$3.05	3,413,952
2000	$4.50	$0.50	$0.91	2,344,397

MAJOR SHAREHOLDER

As of November 30, 2000, D. M. Firestone, Chairman, holds or controls approximately 48.3% of the issued and outstanding common shares.

ANNUAL AND QUARTERLY REPORTS

Additional copies of the annual and quarterly reports may be obtained by contacting Investor Relations, Glendale International Corp., 353 Iroquois Shore Road, Oakville, Ontario, Canada L6H 1M3. (905) 844-2870 or visit us at www.glendaleint.com.

Corporate Information

BOARD OF DIRECTORS

D.Morgan Firestone
Chairman of the Board
Glendale International Corp.

Edward A. Bayer
President
Admiral Sanitation, Inc.

Jacob B. Brown, Jr.
Retired Executive

Craig A.Nalen
Chairman
U.S. Business Centers Inc.

Dr. Nathan B. Epstein M.D.,F.R.C.P.
Physician in Chief
Parkwood Hospital

David M. Harley
Barrister & Solicitor
Fasken Martineau DuMoulin

Murray L. Hannan
Vice President, Chief Financial Officer and Secretary
Glendale International Corp.

Kevin P.D. Smith
Executive Vice President
Medical Academic and Community Services

OFFICERS

D. Morgan Firestone
Chairman of the Board

Edward C. Hanna
President and Chief Executive Officer

Murray L. Hannan
Vice President, Chief Financial Officer and Secretary

Philip L. Szabo
Vice President Finance

REGISTRAR AND TRANSFER AGENT

Computershare Trust Company of Canada
Toronto, Ontario

AUDITORS

Deloitte & Touche LLP
Toronto, Ontario

STOCK EXCHANGE

Toronto Stock Exchange
(Symbol: GIN)

HEAD OFFICE

Glendale International Corp.
353 Iroquois Shore Road
Oakville, Ontario, Canada
L6H 1M3
Phone: (905) 844-2870
Fax: (905) 844-2907

ANNUAL MEETING

The 2000 Annual Meeting of Shareholders will be held on Thursday, May 17, 2001 at 4:30 p.m. at the Royal York Hotel, Upper Canada Room, 18th Floor, Toronto, Ontario.

Design: www.haughtonbrazeau.com Editorial Services: Sophie Howe

GLENDALE
International Corp.